



TANZANIAN CANADIAN ASSOCIATION (TCA)

CONSTITUTION

APRIL 4, 2023

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1 Article 1: Official Name of the Association

The official name of this organization shall be The TANZANIAN CANADIAN ASSOCIATION (herein after, “the Association” or “TCA”)

Head Office

The head office of the Tanzanian Canadian Association shall be at 992 Donnelley St, Milton, ON, L9T 0A1.

2 Article 2: Mission Statement

The Tanzanian Canadian Association’s mission is to preserve and promote Tanzanian culture and heritage in Canada, while supporting newcomers, advocating for community rights and interests, and fostering connections with other communities. Our goal is to contribute to building a diverse and inclusive Canadian society that values the contributions and diversity of the Tanzanian community.

3 Article 3: Objectives

The specific objectives of the Association include but are not limited to the following:

1. To promote and preserve Tanzanian culture and heritage within the Tanzanian community in Canada, through educational and cultural events, language classes, and other initiatives
2. To provide referrals to various resources available for assistance with settlement, language learning, job search, and access to social services
3. To foster connections and collaboration between the Tanzanian community in Canada and other communities, both within Canada and internationally, through networking events, partnerships with other organizations, and cultural exchange programs
4. To advocate for the rights and interests of the Tanzanian community in Canada, including issues related to fostering economic and cultural exchange between Tanzania and Canada
5. To engage, support and empower the Tanzanian community in Canada, through education and training programs, mentorship opportunities, and referrals to various resources.

4 Article 4: Membership

4.1 Eligibility

TCA members MUST be at least 18 years of age:

- Residents of Canada
- Tanzanians by origin/ancestry i.e.
 - Both parents are Tanzanian by origin/ancestry
 - One parent is Tanzanian by origin/ancestry
 - One grandparent is Tanzanian by origin/ancestry
 - Either spouse has Tanzanian origin/ancestry
 - Are adopted child of a Tanzanian
- Tanzanians by naturalization.

Any individual, who resides in Toronto Area shall be eligible to be a member of the Association.

4.2 Membership Enrolment Procedure

To become a member, eligible candidates must apply through the Association's website.

4.3 Membership Categories

There shall be two categories of membership:

4.3.1 General Membership:

- This membership category would be open to anyone, over 18 years of age who supports the organization's mission and objectives
- General members would have the ability to attend events, vote at general and special meetings of the association, participate in committees, and receive regular updates on the organization's programs and services
- Entitled to serve as an officer and/or executive member of the Association.

4.3.2 Honorary Membership

- Honorary membership shall be limited to those individuals who, in the opinion of the Executive Committee, demonstrate an interest in Tanzanian heritage and culture in Canada
- Consists of those individuals who have been nominated by any member of the Association and the nomination has received unanimous approval from the Executive Committee
- Honorary members are not entitled to vote at meetings of members of the Association
- Honorary members may not serve as officers or executive members of the Association
- Honorary members shall not be required to pay an annual fee or membership fees of any kind.

4.4 Membership Fees

- At the discretion of the Executive committee, an annual membership fee may be charged to the members. New members may be charged a one-time initiation fee
- The Association shall also accept donations from all members and any person or group in favour of the Association's objectives
- The membership fee dollar amount is subject to periodic review by the Executive committee, and if deemed necessary it may be changed
- The initiation and membership fees will be set and approved by the Executive Committee.

4.5 Member's Rights

All members in good standing shall have the following rights and freedoms

- The right to attend and participate in general meetings and other events organized by the organization
- The right to vote on matters that are put to the membership for a vote, such as electing the Board of Directors or approving changes to the organization's by-laws
- The right to access information about the organization's programs, services, and finances

- The right to nominate and stand for election to the Board of Directors or other leadership positions within the organization
- The right to appeal decisions made by the Board of Directors or other leadership bodies within the organization
- The right to propose changes to the organization's by-laws or other governing documents.

4.6 Termination of Membership

- Any member, in any membership category in the Association, may be expelled from such membership or have membership suspended, as the Executive Committee may determine for
 - violation of the constitution and its by-laws, and
 - engaging in any conduct prejudicial to the best interests of the Association
- Such suspension or termination of membership shall occur by an affirmative vote of two-thirds of the entire Executive Committee, provided that the member whose membership is under consideration is first provided:
 - with adequate notice of the charges against them, in the form of a statement of such charges
 - with the time and place of the meeting of such Executive Committee scheduled for the purpose of hearing or considering such action, sent by e-mail to the member
 - an opportunity to appear before the Executive Committee or to forward written statement thereto in presentation of any defence of such charges, no sooner than fifteen
 - days after the provision of such notice, and
 - a written explanation as to why (if such is the case) the membership is being suspended or terminated.
- A member's resignation should be tendered in writing to be acted upon by the Executive Committee.

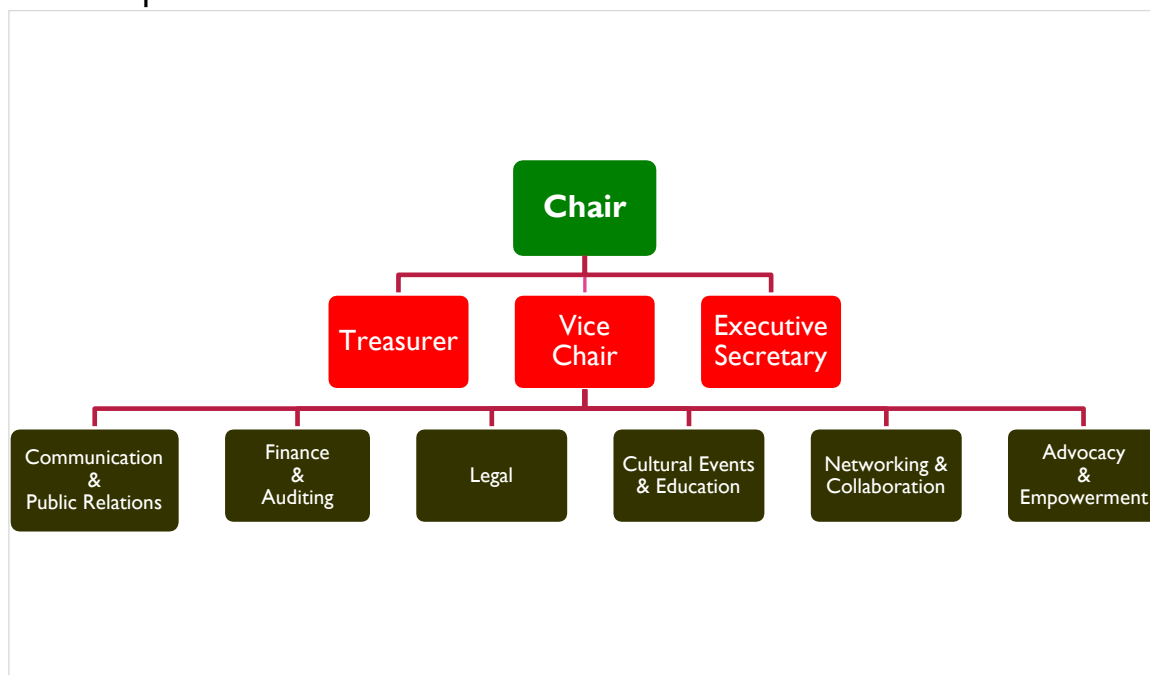
5 Article 5: Officers of the Executive Committee

The executive committee of the Association shall consist of the following officers:

1. The Chair
2. The Vice-Chair
3. The Executive Secretary
4. The Treasurer
5. Chair of the Communication & Public Relations Committee
6. Chair of the Finance and Auditing Committee
7. Chair of the Legal Committee
8. Chair of the Cultural Events and Education Committee
9. Chair of the Networking and Collaboration Committee
10. Chair of the Advocacy and Empowerment Committee

The leadership structure and roles of each position are further clarified below

5.1 Leadership Structure



5.2 Terms of Office

The four-year term shall be from the date of election (e.g., March 2023 to Feb 2027)

5.3 Meetings

The Executive Committee shall meet at least once every three months to discuss TCA activities, plans and issues raised by the members. The Executive Committee may meet more often if such meetings are deemed necessary. The meetings may be held virtually or physically. For the meeting to take place, at least two of the four executive leaders must be present.

5.4 Reporting

The Executive Committee will produce a report on the progress of the Association at least once a year.

5.5 Quorum and Voting

- A simple majority of members of the Executive Committee shall constitute a quorum
- Each member of the committee shall have one vote, and decisions of the Executive Committee shall be reached by a majority of members present and voting
- An Executive Committee Member who is unable to attend a scheduled meeting may vote either electronically or by phone
- In case of a tie, the Chair shall be allowed to cast a second vote.

5.6 Vacancies

- In case of vacancy in the office of the Chair, the Vice-Chair shall hold the office of the Chair for the rest of the term.

- In case of 2 vacancies in the executive offices, the remaining shall hold these offices for the rest of the term, if it is less than 4 months, otherwise run-off elections shall be held
- The other vacancies in the office of up to two members of the Executive Committee shall be filled by any member of the Association so designated by the Chair with the consent of the remaining members of the Executive Committee
- In case of vacancy in the office of three or more members of the Executive Committee, the remaining officers of the Executive Committee shall call a fresh election to elect new officers in all the offices for the remaining term. If it is less than 4 months, the Chair shall make appointments to fill-in the vacancies.

6 Article 6: Qualifications and Functions of the Officers

The mandates of each leadership position are outlined below.

6.1 The Chair

Any general member, who has been a member of the Association for at least one year prior to the election day, shall be eligible for election to this office. They should be an excellent communicator. The duties of the Chair would include the following:

- **Lead the Board of Directors:** The Chair would lead the Executive Committee, providing guidance and support to ensure the effective management of the organization
- **Oversee the strategic direction of the organization:** The Chair would work with the Executive team and staff to set the strategic direction of the organization, ensuring that its objectives are being met and that the organization is staying true to its mission
- **Represent the organization:** The Chair would be the public face of the organization, representing it at public events, meetings, and other gatherings
- **Manage relationships:** The Chair would be responsible for managing relationships with stakeholders, including partners, sponsors, and members of the community
- **Ensure compliance:** The Chair would ensure that the organization is complying with all legal and regulatory requirements, including filing of tax returns and other reporting requirements
- **Raise funds:** The Chair would work with the Executive team and staff to develop and implement fundraising strategies, including grant applications, donor solicitations, and fundraising events
- **Monitor financial performance:** The Chair would oversee the organization's financial performance, ensuring that it is financially stable and that its resources are being used effectively
- **Ensure good governance:** The Chair would ensure that the organization is operating with good governance practices, including transparency, accountability, and ethical behaviour. They shall have the ability to appoint an advisory committee or other committees as and when needed for special purposes and events

Overall, the Chair of the organization would be responsible for ensuring that the organization is operating efficiently and effectively, achieving its objectives, and serving the needs of the Tanzanian community in Canada.

6.2 The Vice-Chair

Any general member, who has been a member of the Association for at least one year prior to the election day, shall be eligible for election to this office. They should be an excellent communicator. The duties of the Vice-Chair would include the following:

- Supports the Chair in their duties and assumes the Chair's duties in their absence
- Helps to develop and implement the organization's strategic plan
- Works with the Chair to oversee the organization's activities.

6.3 Executive Secretary

Any general member, who has been a member of the Association for at least one year prior to the election day, shall be eligible for election to this office. The duties of the Executive Secretary would include the following:

- Maintains the organization's records, including meeting minutes, by-laws, and other important documents
- Ensures that the organization is complying with all legal and regulatory requirements related to record-keeping
- Coordinates the planning for Board meetings and other major events
- They shall assist the Chair in the implementation of policies and activities adopted by the Executive Committee
- Manages regular communication between the Executive Committee and members of the Association.

6.4 Treasurer

Any general member, who has been a member of the Association for at least one year prior to the election day, shall be eligible for election to this office. The duties of the Treasurer would include the following:

- Manages the organization's finances, including preparing financial reports and developing and monitoring the organization's budget
- Ensures that the organization is complying with all legal and regulatory requirements related to financial management
- Coordinates the collection of membership fees and other financial contributions
- The treasurer shall prepare a financial report with a statement of income and expenditures of the Association to be presented at the annual meeting of members
- The Treasurer, in collaboration with the Chair, shall appoint an Auditor to audit the bank account.

6.5 Committee Chairs

- Setting goals and objectives for their committee in alignment with the organization's overall mission and strategic plan
- Developing and executing plans of action to achieve their committee's goals and objectives
- Coordinating with other committees as needed to ensure that their efforts are aligned with those of the Association as a whole

- Managing the work of their committee members and delegating tasks as appropriate
- Reporting regularly to the Executive Board on their committee's progress and providing recommendations for future actions
- Ensuring that their committee's activities are conducted in a professional and ethical manner, in accordance with the Association's values and code of conduct.
- Ensuring that their committee's activities are following any relevant laws and regulations
- Cultivating relationships with stakeholders, partners, and other organizations to advance the work of the committee and the Association as a whole
- At least one committee member preferably should have the appropriate background to participate in that committee.

7 Article 7: Association's Committees

7.1 Committee Types

There shall be seven permanent committees created to facilitate efficiency in the Association: namely the Cultural events and Education, Settlement and Integration, Networking and Collaboration, Advocacy, Youth Empowerment and Women Empowerment committees. Their responsibilities are outlined below.

7.1.1 Communication and Public Relations Committee

- This committee will be responsible for developing and implementing a comprehensive communications strategy for the organization. This would include
 - managing the organization's social media presence
 - creating and distributing press releases and other media materials
 - developing marketing and promotional materials, and
 - overseeing the organization's website and other online platforms
- The committee would also be responsible for organizing events and activities to promote the organization and its mission, and for building relationships with media outlets and other stakeholders
- Additionally, the committee would work to maintain a positive image for the organization and to promote transparency and accountability in all its activities.

7.1.2 Finance and Auditing Committee

- This committee will be responsible for overseeing the financial management of the organization. This would include
 - developing and managing the organization's budget
 - ensuring that financial records are accurate and up-to-date, and providing regular financial reports to the Executive Board and membership
- The committee would also be responsible for conducting regular audits of the organization's finances to ensure compliance with legal and regulatory requirements, and for recommending financial policies and procedures to improve the organization's financial management
- Additionally, the committee would work with the Executive Board to develop fundraising strategies and to ensure that the organization is financially sustainable in the long term.

7.1.3 Legal Committee

- This committee will be responsible for advising the Association on legal matters related to its operations, including compliance with federal, provincial, and local laws and regulations, as well as reviewing and providing guidance on contracts, agreements, and other legal documents
- The committee may also be responsible for monitoring and addressing any legal issues that may arise within the organization or its operations and ensuring that the organization is properly protected from any legal risks or liabilities
- Additionally, the committee could oversee any legal disputes or issues that may arise and work towards finding solutions or resolutions.

7.1.4 Cultural Events and Education Committee

- This committee will be responsible for planning and organizing events and activities that promote and celebrate Tanzanian culture and heritage within the Tanzanian community in Canada. This could include organizing cultural festivals, exhibitions, and educational workshops that provide opportunities for members to learn about Tanzanian traditions, customs, and history
- The committee will also be responsible for developing educational materials and resources, such as language classes that help to promote and preserve Tanzanian culture and heritage within the community.

7.1.5 Networking and Collaboration Committee

- This committee will be responsible for fostering connections and collaboration between the Tanzanian community in Canada and other communities, both within Canada and internationally. Some of its specific roles may include:
 - Developing partnerships with other organizations, both within and outside of the Tanzanian community, to work on joint projects and initiatives.
 - Organizing networking events, such as conferences, to bring together members of the Tanzanian community and other communities
 - Coordinating with other committees within the organization to identify areas of overlap and collaborate on joint initiatives.
- The goal of the Networking and Collaboration Committee would be to help the Tanzanian community in Canada to build strong relationships and connections with other communities, both to enrich the cultural experience of its members and to build a stronger, more resilient community overall.

7.1.6 Advocacy and Empowerment Committee

- This committee will be responsible for supporting and empowering women, youth and children within the Tanzanian community in Canada, through education and training programs, mentorship opportunities, and initiatives that promote and support the needs of women, children and youth
- By having specialized committees, the Association can ensure that each objective is being addressed efficiently and effectively. Each committee would have its own focus and responsibilities but would work together to ensure that the organization is achieving its mission and serving the needs of the Tanzanian community in Canada.

7.2 Terms and Powers

- There shall be six permanent committees created to facilitate efficiency in the Association
- All permanent committees shall report to the Executive Committee about the progress of their activities
- The Chair of each committee, including special committees must be a member of the Executive Committee
- Any general member shall be eligible to be a member of any committee
- All committee shall make decisions related to their mandate, the decisions must be approved by the Executive committee before they are implemented.
- Any special committee(s) shall be dissolved after the event is over and all records relating to the Association and conduct of the event must be handed over to the Chair
- In the event the Executive Committee resigns or changes by new elections, the special committee cease to exist.

8 Article 8: General Meeting

8.1 Composition

- The General Meeting shall consist of all general members of the Association.
- Thirty percent (30%) of the General Members shall constitute a quorum
- Each member shall have one vote, and decisions of the General Meeting shall be reached by a majority of members present and voting
- Members unable to attend meetings may vote electronically, in writing or by any means deemed acceptable by the Executive Committee. The votes, however, must be submitted to the Returning Officer by the end of the voting session.

8.2 Meetings

- The General Meeting shall meet at least once a year to discuss the activities of the Association
- The General Meeting shall also meet for election in the month of October/November every four years
- The General Meeting may also meet occasionally to conduct any business deemed necessary such as special meetings called to discuss issues that need immediate attention of the Association (e.g., offering financial assistance to natural calamity victims).

8.3 Meeting Notification

- The Chairman shall call for any such meeting
- All members shall be notified through the Association's website, by phone, mail, or e-mail about the meeting at least two weeks in advance
- The materials for discussion in special meetings shall be posted on the website, mailed, or e-mailed to all members at least two weeks in advance of the meeting.

9 Article 9: Elections

9.1 Time and Method of Elections

- The election shall be held during a General meeting in the month of October/November every four years
- The election shall be conducted by secret ballot if more than one nomination exists for any position on the Executive Committee
- A simple majority of the members present during election and voting will determine election to an office
- Any General Member can nominate himself/herself or any other member for any of the offices of the Executive Committee
- The nomination(s) shall be valid only if the nominee(s) agree to run for that office
- Members present in the General meeting holding the election of the officers may make nominations for any position(s) only if no nomination is received by the Election Commissioner by the nomination deadline
- In case of a tie, a run-off election among tied candidates will be held on the same day
- A member must pay his/her membership dues to be eligible to vote and run for an elected position.

9.2 Supervision

- The Executive committee shall appoint a Returning Office (or an Election Officer) to supervise the election
- The Returning Officer shall appoint two other members to form a committee to assist them. Nominations for each position in the Executive Committee are submitted to the Returning Officer
- Nominations, self or otherwise, shall be submitted to the Returning Officer at least 48 hours before the Election. If no nominations are received by that time, nominations shall be invited from the floor on the day of the election. If nominations have been received by the deadline, floor nominations are not allowed
- No member of the Election Committee shall be eligible to run for any office.

9.3 Transfer of Office

- The office shall be handed over to the new officers within 30 after the election and the newly elected officers shall work together with the outgoing committee to achieve a smooth transition to the office
- The outgoing committee shall hand over the audited balance of account and other documents of the Association within 30 days after the election.

10 Article 10: Dispute Resolution

Any dispute among the members of the Association and the Executive Committee shall be resolved through discussion between the Executive Committee and the concerned member(s)

- In case of a deadlock and if the Executive Committee feels necessary, the Chair shall call a General Meeting to discuss and resolve the issue(s)
- If the Executive Committee fails to call any such meeting, the affected member(s) must collect signatures of at least one-third of the general members on a petition stating the issues and then request the Chair to call for a general meeting. The Chair must call a General Meeting within forty-five (45) days upon receiving the petition.

11 Article 11: Constitutional Amendments

The constitution of the Association not embodied in the letters patent may be repealed or amended by By-law enacted by a majority of the Executive Committee members at a meeting of the Executive Committee and sanctioned by an affirmative vote of at least two-thirds (2/3) of the members entitled to vote at a meeting duly called for the purposes of considering the said by-law, provided that the repeal or amendment of such by-laws shall not be enforced or acted upon until the approval of the Minister of Consumer and Corporate Affairs has been obtained.

12 Article 12: Other Governing Regulations

12.1 Financial Management

- a) All financial transactions will be conducted through one of the Recognized Canadian Bank
- b) Only authorized officers will be responsible for financial transactions according to the By-laws and as approved by the resolution of the Board of Directors
- c) The Treasurer shall be responsible for establishing an Association Bank account or accounts at such Bank as the TCA Board of Directors can mutually agree upon
- d) All monies received from time to time on account of TCA shall be paid into the Bank Account(s) via electronic transfer or other means agreed upon
- e) TCA shall have four (4) bank signatories
- f) Three of the four bank signatories will be required before the funds are released.

12.2 Books and Records

The members of the Executive Committee shall see that all necessary books and records of the Association required by the constitution or by-laws of the Association or by any applicable statute or law are regularly and meticulously kept.

12.3 Dissolution clause

Upon the dissolution of the Association, the Executive Committee shall after paying or making provision for the payment of all the liabilities of the Association, dispose of all the assets of the Association exclusively for the purpose of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under paragraph 149(1)(1) of the *Income Tax Act* R.S.C. 1985, c. 1 (5th Supp.), as the Executive Committee shall determine.

Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the municipality in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.